



Indigo Opportunities Fund, II L.P. 'Founders Round' Presentation
INTRODUCTION TO THE INDIGO PLATFORM

INDIGO GLOBAL INVESTORS

SPECIALISTS IN COMMERCIAL DIRECT LENDING



INTRODUCTION



Indigo Global Advisors (Indigo) was founded as an independent investment manager to capitalize on the former success of its Partners' investment history in collateralized loans to lower middle-market commercial and industrial businesses, since 2005. Indigo opportunistically invests in performing and under performing commercial loans. Indigo's sole focus is investing in asset-based direct loans backed by commercial collateral.

Each of Indigo's senior business leaders have in excess of 20 years experience in commercial finance with a deep-seated expertise in underwriting and managing asset-based loans. Its methodical culture and vast institutional experience of its principals drives Indigo's investment process and day-to-day business practices.

The investment sourcing arm of the company provides Indigo with continual proprietary deal flow. Since 2005, the team has sourced, arranged and booked over \$400 million of investments into collateral backed loans for its investors that match the current investment strategy.

Since 2005, the Indigo Global Advisors investment team has managed approximately \$184 million of invested capital in its closed-end opportunity fund, co-investment vehicles and separately managed accounts.

EXECUTIVE SUMMARY



Indigo Global Advisors, LLC (“Indigo”) has a track record of superior performance based on fundamental value creation. The team has a disciplined and repeatable approach to investing in its strategy within the commercial direct lending and distressed whole-loan credit market.

INVESTMENT STRATEGY

Direct lending to a range of middle-market commercial and industrial businesses.

Invests in both seasoned and newly originated loans, both performing and sub-performing.

All acquired and originated loans are backed by ‘hard’ collateral and accompanied by defined exit strategies.

Strategy is to actively consult and collaborate with borrowers to resolve loans in the most advantageous manner.

MARKET OPPORTUNITY

There are more than 350,000 middle-market businesses in the US, defined as companies ranging from \$5 million to \$500 million in revenues expected to grow more than 6% in 2016.

The middle market, which is Indigo’s focus, is lacking in creative loan products given the sector has been marginalized by commercial banks since the financial crisis.

Commercial banks hold large portfolios of unresolved non - and under-performing middle market loans. In addition, regulatory overlay restrains bank lending to the sector, and thus, both forces create the current cycles’ non-bank lending opportunity.

COMPETITIVE ADVANTAGE

The team uses a 4-step system, process-driven and repeatable approach, employing superior sourcing, disciplined credit analysis, experienced negotiating and closing, and reliable servicing and resolution.

Risk management and capital preservation are embedded in every aspect of the process. From origination to exit, we ensure both investor and borrower value is maintained. Through active loan monitoring, value is enhanced and is the organic method of driving alpha in our investment returns.

STRONG RISK & RETURN PROFILE

Sustainable core asset returns, which are targeted in the low- to mid-teens are well above most fixed-income alternatives.

Asset-backed private debt has a low correlation to equity markets and is underwritten with a high degree of capital preservation through core collateral coverage.

Potential for investment loss is mitigated by underwriting loans below collateral value and holding senior-level positions.

SOLE FOCUS: MIDDLE-MARKET LENDING



Indigo's direct lending model has moved middle-market companies from peripheral players to core customers, which Indigo believes will enhance both borrowing and investing opportunities.

POORLY-SERVED MARKET

- Small- to mid-size businesses in the U.S. are a large, highly fragmented, and ever-expanding segment of the U.S. economy.
- Traditionally, smaller businesses have had to access the capital markets via regional banks and specialty finance companies with limited product offerings and a higher cost of capital than traditional banks.
- According to Black Rock Alternative Advisors, 85% of lenders to the middle market have exited the market.

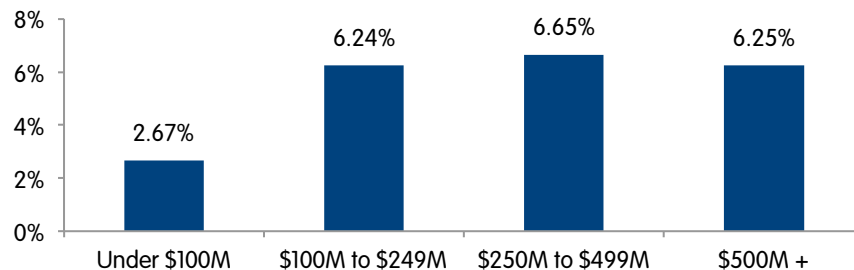
FEWER, AND STRUCTURALLY DISADVANTAGED BANKS

- The number of U.S. banks declined 26%, from 8691 at the end of 2006 to 6428 at the end of 2015⁽¹⁾.
- Lending/credit decisions have become more centralized and bureaucratized, with significant focus on portfolio maintenance versus growth, inhibiting lending.
- Banks are more focused on fee-generating relationships and have deemphasized risk-based financing.

CONSEQUENCES OF LOWERED UNDERWRITING STANDARDS

- Lending activities were concentrated in covenant-lite, highly levered deals that were rated and packaged into structured vehicles (CMBS, CLOs and CDOs).
- Lowered standard of business practices fostered a decline in prudent loan origination and rigorous credit underwriting.
- Yet, data shows that both default rates and recovery rates in the event of default favors middle-market loans.

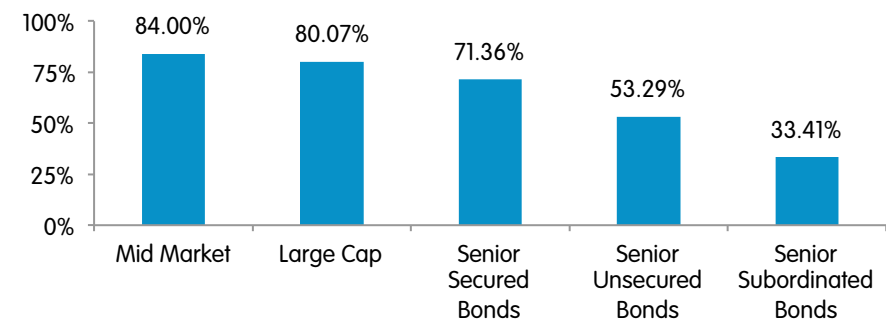
INSTITUTIONAL LOAN DEFAULT RATE BY DEAL SIZE (1995 – 2012) ⁽²⁾



1. FDIC Bank Data & Statistics.

2. Excerpts from Hewitt Ennisknupp study "Direct Lending Overview" March 2013.

RECOVERY RATE BY LOAN CLASS ⁽³⁾

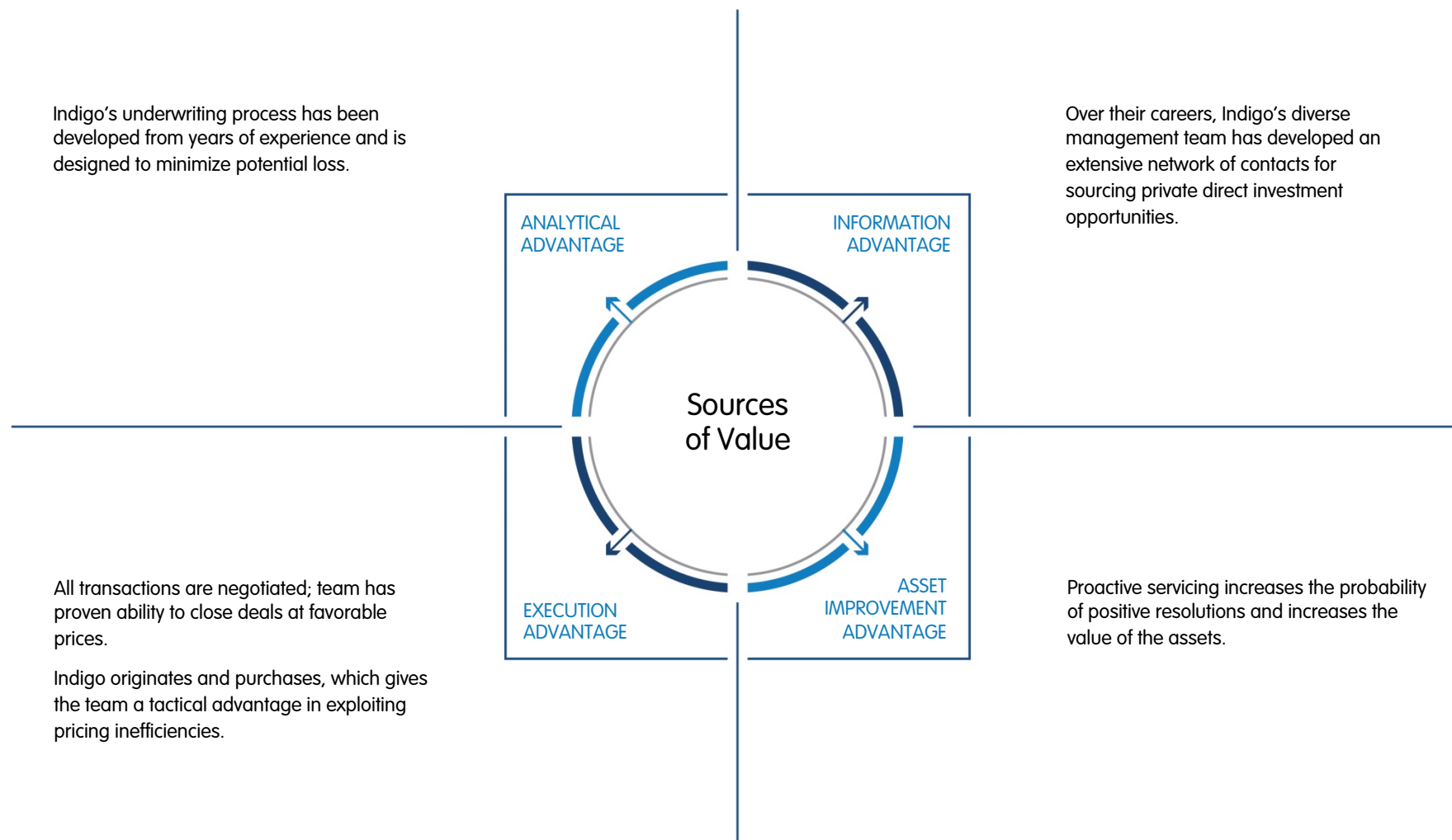


3. Standard & Poors LSTA. Reflects ultimate recovery rates for the period 1989 to 2009.

COMPETITIVE ADVANTAGE: FOUR TRUE SOURCES OF VALUE



Generally among investment managers, there are four true sources of value. Most managers are lucky if they deliver one or two; Indigo delivers all four.



A SOLUTION IN THE MARKET



Indigo was formed on the basis of serving as a solution to the disrupted bank market.

FEWER LENDERS

There are fewer US banks than in 2008, and substantially fewer able to materially participate in commercial and industrial higher-yield lending. Mergers of Regional Banks are beginning to increase.

TIGHT CREDIT

Credit remains tight. Regulatory burdens are high, and appetite for credit risk is low. Internal compliance regimes are creating a lengthened credit approval process. Loan loss provisions are starting to significantly increase again (up 42% to \$12.0B in 4Q 2015).

BANKS WILLINGNESS TO SELL

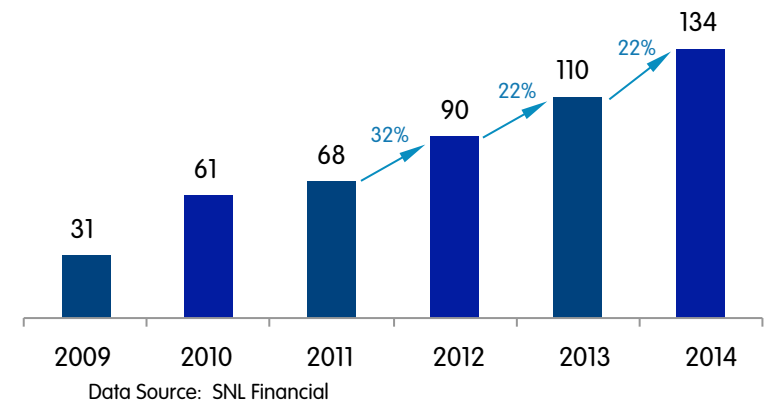
Equity capital replenishment, TARP repayments and loss-share expirations finally freeing the banks sell to non-core assets. Banks are now looking to shed non-performing and impaired, sub-performing loans.

ATTRACTIVE RATES

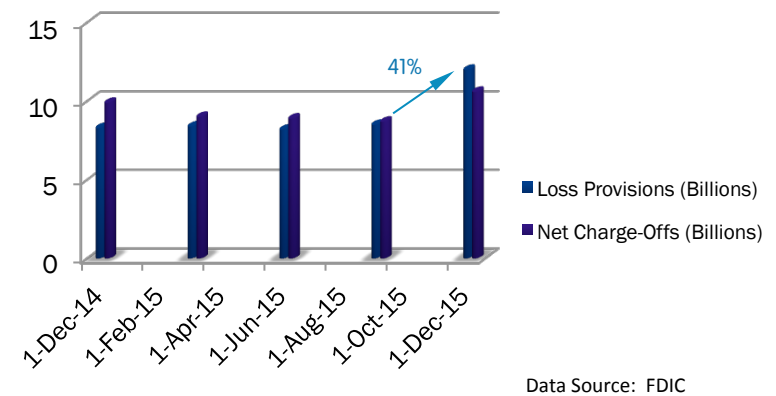
Opportunity to issue private credit and purchase underperforming commercial loans at attractive rates. Rate gap of > 300 bps between bankable/investment grade and non-bankable borrowers.

BANK MERGER ACTIVITY

Bank Mergers with Assets Greater than \$100MM



BANK CHARGE-OFFS AND LOAN LOSS PROVISIONS



STRATEGY OVERVIEW

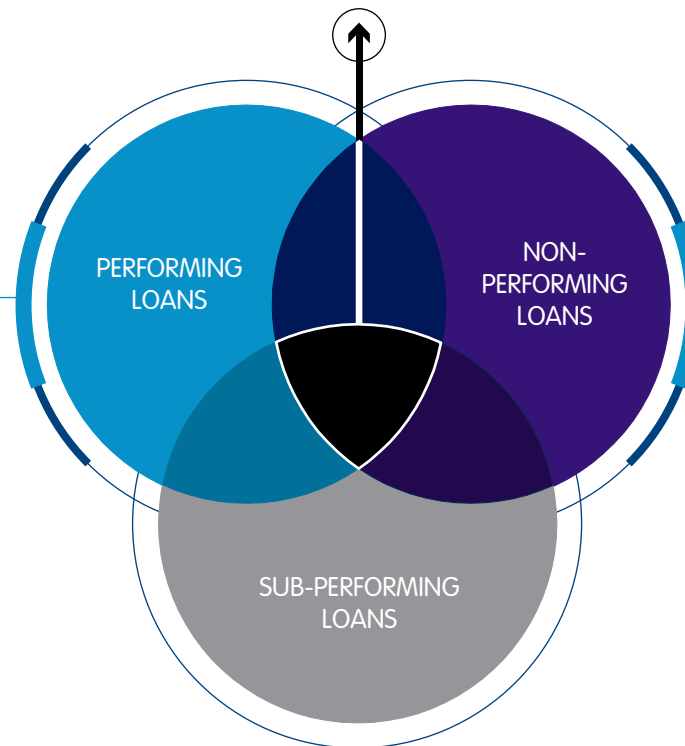


Indigo has demonstrated its ability to provide attractive and sustainable risk-adjusted returns by working with its origination and acquisition affiliates to purchase under-performing loans, originate new loans, and structure private debt investments.

Target Risk-Adjusted Return

INDIGO DIRECT LENDING: LOAN ORIGATION

- Create highly structured senior investments with significant downside protection.
- Investment range is focused on the consistently underserved middle market transaction sizes of \$1 million to \$15 million.
- Indigo sources new loans through a long-standing network of bank contacts and relationships with commercial finance companies, investment banks, equipment leasing companies and receivable factors. In addition, Indigo manages a classic relationship-based marketing and long-standing sourcing engine directed at the highly-fragmented mortgage and equipment loan broker market, in which highly reliable execution is desired. Further, Indigo targets industries directly through attorneys, accounting professionals, operational consultants and asset brokers.



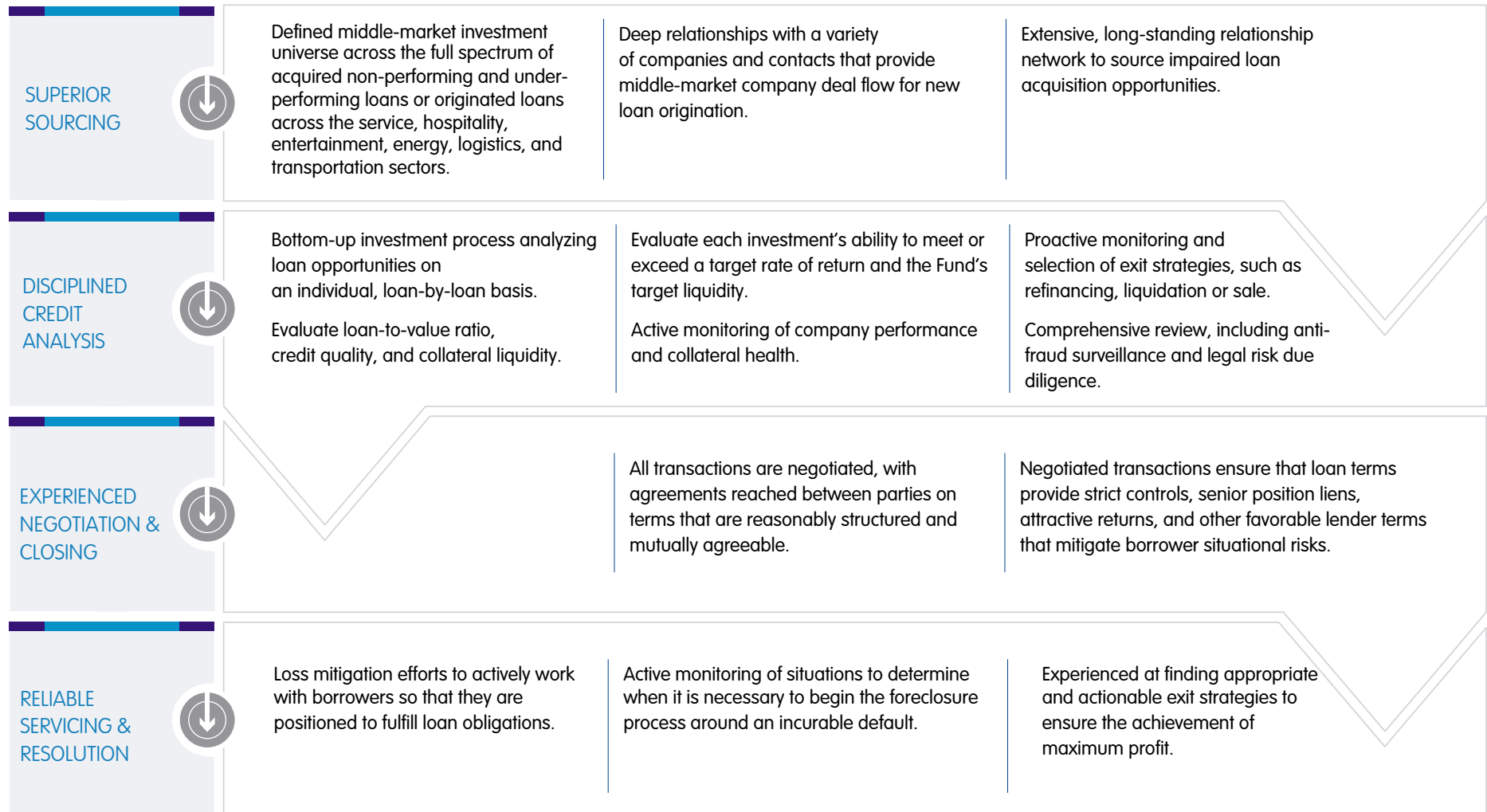
INDIGO CAPITAL MARKETS: LOAN ACQUISITION

- Opportunistically purchase loans at varying levels of discount to par from various sellers.
- Market dislocation has created the opportunity to provide liquidity to bank-sellers as bank lending has been significantly less in the market since 2008 and consolidation within the industry has begun to accelerate.
- Indigo sources existing loan portfolios by targeting banks, commercial finance companies, liquidating structured vehicles, regional finance companies, and other investment funds on a direct basis and through long-standing bank-intermediary relationships.

INVESTMENT PROCESSES



Indigo employs a *4-Step Investment Process* that utilizes direct sourcing, extensive valuation analysis, and years of structuring expertise with the goal of providing optimal lending solutions to borrowers and attractive investing solutions to investors.



INVESTMENT PROCESS - LOAN PORTFOLIO INVESTMENT CRITERIA



Indigo builds and manages a portfolio of its highest convictions and ideas.

- ◆ Portfolio composition is driven by idea generation and selection.
- ◆ Indigo pays particular attention to make sure it has appropriate industry and geographic diversification.
- ◆ Sizing is a function of both timing and, of risk / reward.

GEOGRAPHIC EXPOSURE

- Focus primarily on U.S. and Canada

TYPICAL INDUSTRY EXPOSURE

- Commercial and Industrial
- Asset Intensive Businesses

COLLATERAL CONSIDERED

- Commercial real estate, commercial and industrial equipment, high-value intellectual property, inventory and commercial accounts receivable.

CREDIT QUALITY SPECTRUM

- High-yield performing
- Sub-performing ("scratch & dent")
- Under-performing

TYPICAL LOAN SIZE

- < \$15 million

TYPICAL LOAN TERMS

- 6 to 24 months
- Amortization to vary by collateral and use

MAX POSITION SIZE

- 15% of Fund NAV at cost (when Fund is fully deployed)

INVESTMENT PROCESS - APPROACH TO SOURCING



Indigo leverages the middle-market opportunity by providing mid-sized companies with broader access to capital markets, which could result in higher yield with increased downside protection relative to other fixed-income alternatives for investors.

MIDDLE-MARKET OPPORTUNITY

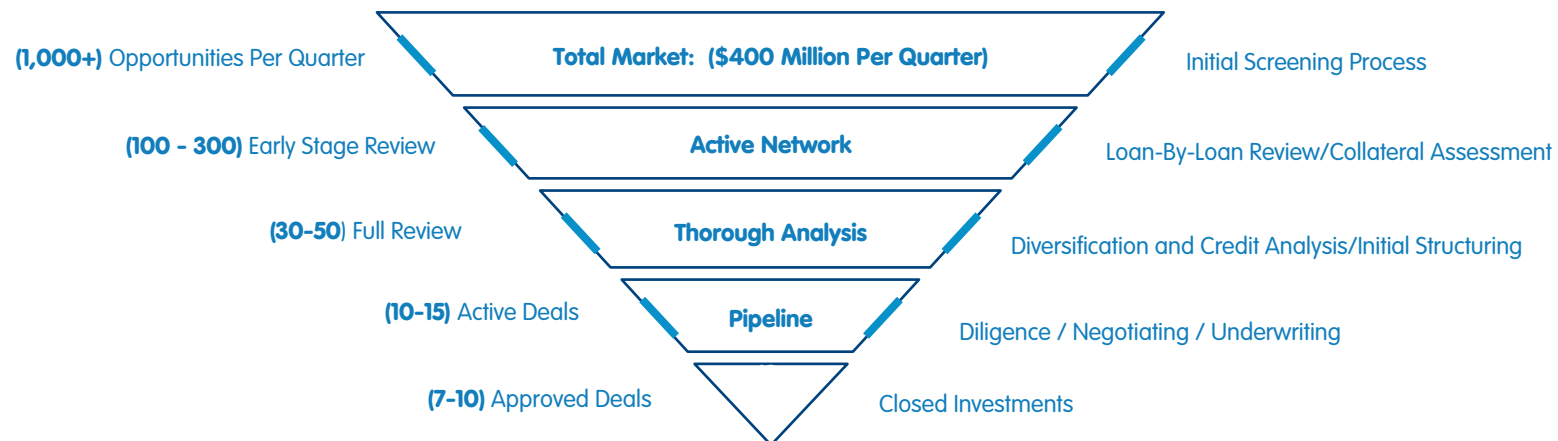
- Middle market companies with revenues between \$10 million and \$1 billion per year generate \$10 trillion a year in revenue, employ 1 in 4 private sector jobs and, if the segment were a country, it would be the 4th largest economy in the world by GDP.
- Sponsor-backed acquisitions of middle market companies will require over \$800 billion in new loan demand over the next several years. There are over \$500 billion in middle-market loans maturing through 2020. Current U.S. capital expenditures are over \$1.5 trillion annually with \$1 trillion being financed through loans and lease financing.



INDIGO APPROACH

- Indigo employs a robust sourcing engine predicated on a long-standing and wide-ranging network of relationships with commercial banks, commercial finance companies, liquidating structured vehicles, regional finance companies, investment funds and other financial entities.
- Employing a collateral-centric approach to secured direct lending, the Indigo platform is a flexible and creative source of customized financing solutions for both growth and recovery situations.
- Indigo delivers financial solutions with reliable execution, note products, to both middle-market borrowers and secondary market sellers of debt.

HIGH CONVICTION IDEAS + VALUATING AND STRUCTURING EXPERTISE = **HIGH-YIELDING/RISK-MANAGED RETURNS**



INVESTMENT PROCESS - RISK MANAGEMENT PHILOSOPHY



Investments are underwritten to a “downside case scenario” with focus on the respective loan’s collateral.

Risk is not measured by the likelihood of default, but rather, by the probability of loss in event of default.

COLLATERAL SECURITY

Collateral values on all loan investments are analyzed carefully to determine the net realizable value to be received from a liquidation.

SHORT LOAN PERIODS

One- to three-year loan terms reduce exposure to long-term interest rate increases.

Indigo’s Focus:
Driving Upside by
Managing the
Downside

LOAN-TO-VALUE STANDARDS

Investment underwriting emphasizes protection of principal through conservative lending standards against loan collateral.

ACTIVE BORROWER MANAGEMENT

Unlike prior lenders, Indigo generally maintains a proactive and productive consulting relationship with borrowers in order to achieve the most profitable investment outcome for our investors.

LOW CORRELATION TO EQUITY MARKET

The Fund focuses on uncorrelated assets that are unaffected by short-term market volatility.

INVESTMENT PROCESS – PRACTICAL UNDERWRITING



Indigo underwrites its' investments to a downside case scenario or a liquidation of the collateral to recover its capital investment, while maintaining its targeted return. Within Indigo's initial underwriting coverage, there are three distinct and important questions to ask:

1

"WHY IS INDIGO SEEING THIS TRANSACTION?"

Problem with the Bank holding the asset?

- Bank is under regulatory pressure.
- Bank needs to reduce non-performing assets.
- Bank is exiting a non-core business line.

Borrower's financial condition precludes a less expense solution?

- Company is shut out of traditional lending market.
- Company seeks a multi-collateral solution that the traditional lending market does not currently accommodate.
- Company principals desire avoiding a costly equity dilution.

2

"CAN INDIGO ADD VALUE TO THE TRANSACTION AND TO ITS EXISTING PORTFOLIO?"

Will Indigo's capital provide adequate time for the borrower to recover lost business value?

Does Indigo have the expertise to manage the relationship and its underwritten exit strategies for the investment?

Does this investment enhance Indigo's portfolio returns and balance?

3

"HOW DOES INDIGO PROFITABLY RECOVER ITS LOAN INVESTMENT?"

How is the collateral valued, what is the likely disposition amount and timing?

- Net realizable liquidation value or sale "in-place, in-use."

Does Indigo have an enforceable priority security interest in the collateral and is it actionable?

- Fundamentally, will Indigo be paid first from the proceeds of the collateral...

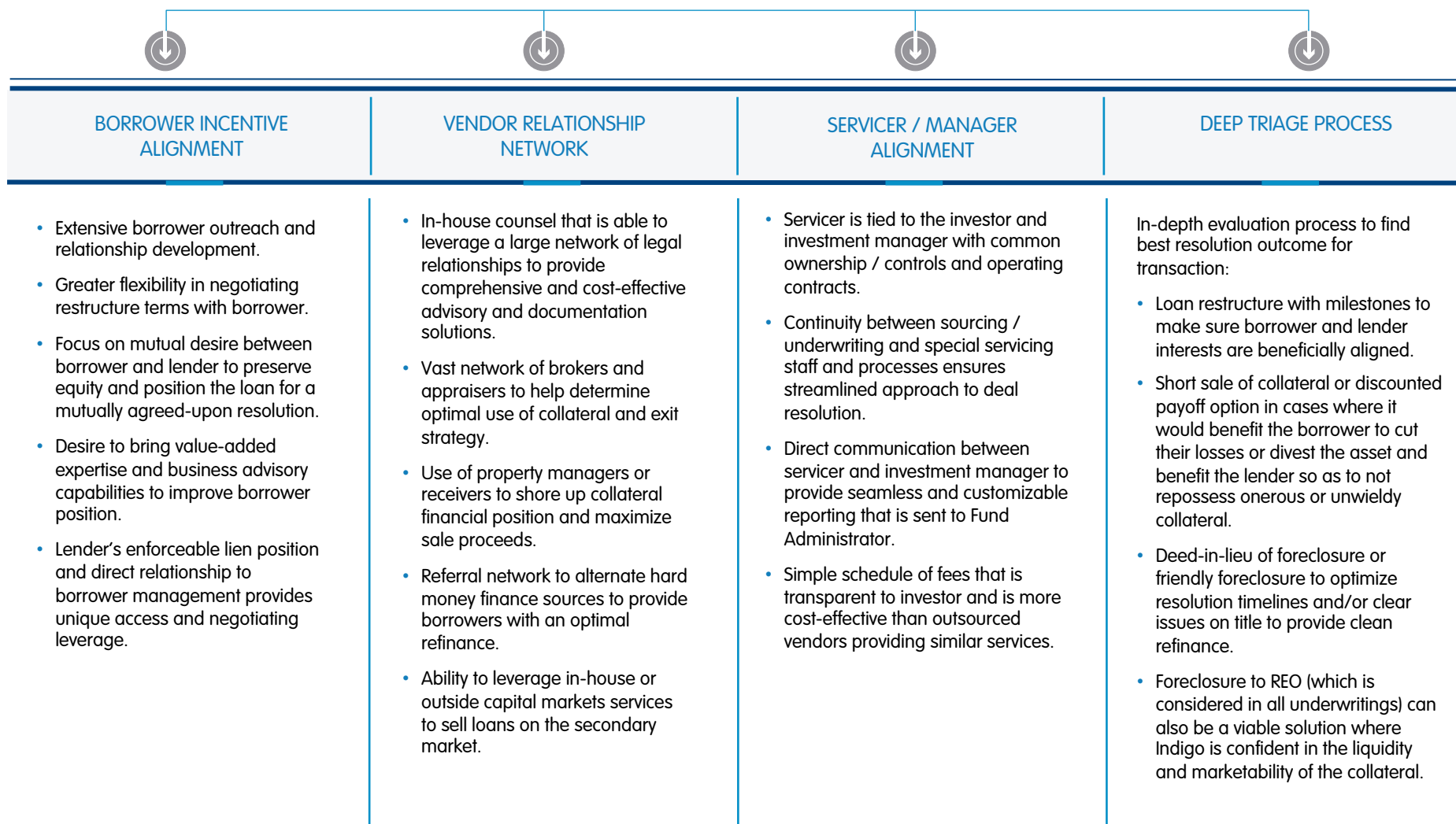
Can this company obtain exit financing?

- Is the company able to generate sustainable cash flow to service new debt from a higher grade lender's refinance...

INVESTMENT PROCESS - RELIABLE SERVICING AND EXECUTION



In-house special servicing capabilities ensure optimal outcomes for loan resolutions for a variety of reasons:



LEADERSHIP HISTORY



2005 - 2006

Brent E. Carey departed GE Capital and Mary Kay Parsek from JP Morgan to join Ben Bornstein to build on the strategy that Bornstein started at GE Capital where he and his team originated and acquired an asset base of \$2.4 billion from banks and finance companies, including more than \$300 million of non-performing assets.

2006 - 2012

The team then successfully managed co-investment accounts with large institutional investors paired with Indigo's predecessor "friends & family" investment entities.

2012 - 2013

Carey established Indigo Capital Advisors, LLC ("ICA") focused on a domestic private investor base. In addition, the team built the investment management, servicing and capital markets infrastructure required to operate as an institutional capital manager with a direct lending focus and began capital deployment directly into self-sourced deal flow in 2013.

2013 - 2014

In 2013, a new domestic commingled investment fund Indigo Opportunities Fund US, LP ("Fund I") was established with General Partner affiliated capital. After opening in August 2013, the team established a senior institutional debt-structured co-investment with a +\$60 billion investment fund.

2013 - 2015

After 15 months of successful activity with only the General Partner affiliated capital in Fund I, the General Partner began accepting third-party investor capital in December 2014 and retained Serena S. Overhoff to oversee Investor Relations. The Manager successfully grew its investment entity to continue intelligently accessing the direct lending market to meet the interests of qualified investors.

2015 - 2016

In June 2016, Indigo closed Fund I to new investments. At the time, the non-institutional LP commitments with the Fund totaled \$17MM. Further, combined with the co-investment capital, Indigo deployed \$58MM directly into deal flow with the Fund I Platform up until the closing. In December, Indigo secured the first \$100 million investment commitment to a new multi-channel capital investment plan focused on both (i) the Non-Performing Loan & Orphaned Asset channels and (ii) the Private Commercial Lending channel within the asset-based lending market. *(The name of the entity was changed to Indigo Global Advisors LLC ("IGA") to reflect consistent branding with its General Partner.)*

2017 - PRESENT

In September 2017, Indigo announced the opening of Indigo Opportunities Fund II, LP and secured its equity seed growth partner. Indigo is actively seeking subscriptions as part of its \$100 million offering with a 'Founders Round' closing period of December 31, 2017.

INVESTMENT MANAGEMENT TEAM



The Indigo management team has proven leadership experience in private loan investing and possesses the skills needed to manage a direct lending fund.

BRENT E. CAREY MANAGING PARTNER & CHIEF INVESTMENT OFFICER	20 years commercial finance	• Partner in predecessor platform Indigo Asset Management.	B.S. Business Admin/Finance University of Southern California
	10 years distressed debt investing	• 8 years in commercial lending at GE Capital	
	10 years fund management	• GE Capital finance and operations training programs & GE-certified Six Sigma DFSS green-belt.	
CRISTA G. LEWIS, CFA MANAGING DIRECTOR & HEAD OF OPERATIONS	13 years of investment research and analysis experience	• Professional roles at CIBC Oppenheimer, Jefferies & Company and Vaughn Nelson Investment Management.	B.B.A. Finance University of Texas at Austin
	7 years of distressed debt investing	• 7 years of distressed debt investing and private fund management experience, 6 years of institutional research and analysis.	M.B.A. & Deutschman Fellow University of California, Los Angeles
	7 years of fund management	• Chartered Financial Analyst.	
KEN I. ASEME, ACMA(UK) DIRECTOR, CONTROLLER & HEAD OF ACCOUNTING/FINANCE	12 years in banking and finance accounting	• Professional roles at Royal Bank of Scotland, UBS Bank, BNY Mellon and SS&C GlobeOp.	B.Sc. Management University of Kent (UK)
	8 years in alternative investments	• 4 years managing new fund launches within fund administration group at BNY Mellon in New York. 8 years of distressed real estate investing.	M.B.A. University of Cambridge (UK)
	4 years in fund administration	• Associate Member of the Chartered Institute of Management Accountants.	
SERENA S. OVERHOFF PARTNER & HEAD OF INVESTOR RELATIONS	18 years of investor communications	• Professional roles at the University of Southern California, Segerstrom Center for the Arts, Orange County Museum of Art, Excite@Home and Summus Films.	B.A. Communications University of Southern California
	15 years of capital growth management	• 17 years of investor communications and organizational management, 15 years of fundraising and strategic leadership of capital growth initiatives.	Certificate, Architectural Studies University of Oxford, Kellogg College

ORIGINATION MANAGEMENT TEAM



The Indigo origination affiliate has proven experience in management expertise needed to a direct lending fund. Indigo Global Advisors operates under an exclusive contract agreement with the origination of proprietary deal flow and asset management from Indigo Direct Lending, LLC.

INDIGO DIRECT LENDING, LLC			
MARY KAY PARSEK SENIOR MANAGING DIRECTOR, CHIEF RISK OFFICER & PORTFOLIO MANAGER	28 years of credit and portfolio management experience	<ul style="list-style-type: none"> • Partner & Chief Risk Officer in predecessor platform Indigo Asset Management. 	B.S. Accounting & Finance Northern Illinois University
	15 years distressed debt investing	<ul style="list-style-type: none"> • 27 years of credit management includes principal credit authority for over \$1B distressed asset pool for Bank of Montreal, as well as credit management assignments at Bank of Montreal, US Bank and JP Morgan. 	Certified Public Accountant (inactive)
	10 years fund management	<ul style="list-style-type: none"> • Certified Public Accountant with prior internal bank audit experience, BMO credit training program. 	Manging Real Estate Broker (IL)
AARON FOGLESONG MANAGING DIRECTOR, INDIGO DIRECT LENDING, LLC	20 years in commercial direct lending, leasing & capital markets experience	<ul style="list-style-type: none"> • Senior portfolio manager for Wells Fargo Bank's Global Financial Institutions Group focused on regional banks and other large-ticket institutional clients. 	B.S. Economics / B.A. Intl. Relations Univ. of Southern California
	6 years distressed debt acquisitions	<ul style="list-style-type: none"> • 18 years in commercial lending at Wells Fargo, GE Capital, US Bank and Bank of America. 	U.S. Military Academy, West Point
		<ul style="list-style-type: none"> • GE Capital finance and operations training programs & GE-certified Six Sigma green-belt. 	
MATTHEW DOBSON MANAGING DIRECTOR, INDIGO DIRECT LENDING, LLC	19 years in commercial direct lending, leasing & capital markets experience	<ul style="list-style-type: none"> • Managing Director at Toronto Dominion Bank's Corporate Finance Group, responsible for management of multiple origination teams within the equipment finance group in Canada. 	Honors B.Sc. University of Western Ontario
	4 years distressed asset acquisitions	<ul style="list-style-type: none"> • 19 years in commercial lending at TD Bank, GE Capital and PV Capital. Original co-founder of Indigo Capital Advisors. 2 years of strategic corp. dev. includes overseas establishment of operations in China, hyper-growth of platform and capital markets sale for a corporate client. 	
	2 years of strategic corporate development	<ul style="list-style-type: none"> • GE Capital finance and operations training programs, GE-certified Six Sigma green-belt. 	

SUMMARY OF THE OFFERING - SUBSCRIPTION PERIOD ('FOUNDERS ROUND')



FUND OFFERING	<ul style="list-style-type: none"> Indigo Opportunities Fund II, L.P.
FUND DESCRIPTION	<ul style="list-style-type: none"> Direct Lending Fund (Fixed Income / Alternative Credit Opportunities)
FUND TYPE	<ul style="list-style-type: none"> Domestic Closed-ended, self-liquidating
FUND LIFE / LOCK-UP	<ul style="list-style-type: none"> 5 years
INVESTMENT MINIMUM	<ul style="list-style-type: none"> \$5,000,000
SUBSCRIPTION PERIOD CLOSE	<ul style="list-style-type: none"> Subscription Period 'Founders Round' preliminaries are due by November 1, 2017.
LIQUIDITY	<ul style="list-style-type: none"> Natural liquidity during Distribution Period as capital investment activities end under self-terminating structure. Distributions made from available proceeds in the fund as investment positions resolve.
MANAGEMENT FEE (FOUNDERS ROUND)	<ul style="list-style-type: none"> 1.5% of fund assets annually, payable quarterly in advance.
INVESTOR PREFERRED / HURDLE	<ul style="list-style-type: none"> 8% annualized, expected to be accrued and not payable.
PERFORMANCE FEES / CARRIED INTEREST (FOUNDERS ROUND)	<ul style="list-style-type: none"> Preliminaries received on or before November 15, 2017 – 10% to the General Partner after hurdle. (Full signed subscriptions due by 12/31/17). Signed Subscriptions received after November 15, 2017 – 15% to the General Partner after hurdle. (Full signed subscriptions due by 12/13/17).
CUSTODIAN	<ul style="list-style-type: none"> Wells Fargo Bank
AUDITOR	<ul style="list-style-type: none"> Weaver
ADMINISTRATOR	<ul style="list-style-type: none"> PartnersAdmin LLC
LEGAL COUNSEL	<ul style="list-style-type: none"> Winston & Strawn LLP

DISCLAIMER



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An investment in the Partnership is speculative and involves a high degree of risk. The Partnership employs certain investment and trading techniques, such as investing in distressed and illiquid assets, non-U.S. assets, and the use of rediscount or warehouse credit facilities, all which may increase the risk of investment loss in certain investment positions. There can be no assurances that any particular fund or managed account will have a return on invested capital similar to the returns of other accounts managed by Indigo or its affiliates due to differences in investment policies, economic conditions, regulatory climate, portfolio size, leverage and expenses. Past performance is not a guarantee of, and is not necessarily indicative of, future results. All past performance results must be considered with their accompanying footnotes and disclaimers. The investment strategy of Indigo and its affiliates involve risk, including in some extreme cases, the loss of principal, and no assurance can be given that the Partnership's investment objectives will be achieved.

The Partnership will not be registered under the Investment Company Act of 1940, as amended (the "1940 Act"), and the interests therein will not be registered under the Securities Act of 1933, as amended (the "1933 Act"), or any state or foreign securities laws. These interests will be offered and sold only to "qualified purchasers" for purposes of Section 3(c)(7) of the 1940 Act, and including the exemption for "qualified clients" for purposes of Rule 205-3 of the 1940 Act as amended, and "accredited investors" as defined in Regulation D under the 1933 Act.

The Partnership will also have substantial limitations on investors' ability to withdraw or transfer their interests therein, and no secondary market for the Partnership's interests exists or is expected to develop. All of these risks, and other important risks, are described in detail in the Partnership's offering memorandum. Prospective investors are strongly urged to review the Partnership's offering memorandum carefully and consult with their own financial, legal and tax advisers before investing.

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CONTACT INFORMATION



INVESTOR RELATIONS TEAM

Serena S. Overhoff

Partner & Head of Investor Relations

Tel: (310) 773-4190 x214

Email: soverhoff@indigoca.com

Brent E. Carey

Managing Partner & CIO

Tel: (310) 773-4190 x201

Email: bcarey@indigoca.com

Michelle Kernan

Senior Associate, Investor Relations

Tel: (310) 773-4190 x213

Email: mkernan@indigoca.com

Los Angeles County, California

Naples Office Complex
5838 Naples Plaza
Long Beach, CA 90803

U.S.A.